



Notice of General Meeting, Explanatory Statement and Proxy Form

Star Minerals Limited

ACN 648 048 631

Meeting Format

To be held as a physical meeting at:

191B Carr Place
Leederville, Perth, Western Australia

Time and Date

10.00am (WST) Thursday, 29 January 2026

IMPORTANT NOTE

The Notice of General Meeting, Explanatory Statement and Proxy Form should be read in their entirety. If you are in doubt as to how you should vote, you should seek advice from your professional adviser prior to voting.

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Important Dates

An indicative timetable of key proposed dates is set out below. These dates are indicative only and are subject to change.

Event	Date
Last day for receipt of Proxy Forms – Proxy Forms received after this time will be disregarded	10.00am (WST) on Tuesday, 27 January 2026
Snapshot date for eligibility to vote	4.00pm (WST) on Tuesday, 27 January 2026
General Meeting	10.00am (WST) Thursday, 29 January 2026

Notice of General Meeting

Notice is hereby given that a General Meeting of Star Minerals Limited (ACN 648 048 631) (**Company**) will be held at 191B Carr Place, Leederville, Perth, Western Australia at 10.00am (WST) Thursday, 29 January 2026.

Agenda

Special Business

Resolution 1 <i>Ratification of previous issue of Shares – Listing Rule 7.1</i>	<p>To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:</p> <p><i>“That, for the purpose of Listing Rule 7.4, and for all other purposes, Shareholders approve and ratify the issue of 15,333,333 Placement Shares in the Company to Placement Participants, for the purpose and on the terms set out in the Explanatory Statement accompanying this Notice.”</i></p>
Resolution 2 <i>Ratification of previous issue of Shares – Listing Rule 7.1A</i>	<p>To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:</p> <p><i>“That, for the purpose of Listing Rule 7.4, and for all other purposes, Shareholders approve and ratify the issue of 18,000,000 Placement Shares in the Company to Placement Participants, for the purpose and on the terms set out in the Explanatory Statement accompanying this Notice.”</i></p>
Resolution 3 <i>Ratification of previous issue of Lead Manager Options – Listing Rule 7.1</i>	<p>To consider and, if thought fit, to pass, with or without amendment, the following resolution as an ordinary resolution:</p> <p><i>“That, for the purpose of Listing Rule 7.4, and for all other purposes, Shareholders approve and ratify the issue of 7,500,000 Lead Manager Options to the Lead Manager for the purpose and on the terms set out in the Explanatory Statement accompanying this Notice.”</i></p>

Voting Prohibitions and Exclusion Statements

Resolution	Excluded persons	Exception
Listing Rule voting exclusion statements		
Resolutions 1 and 2	<p>Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of by or on behalf of a person who participated in the issue or is a counterparty to the agreement being approved, or any of their respective associates.</p> <p>In relation to Resolutions 1 and 2, this includes the Placement Participants or an associate of that person or those persons.</p>	<p>The Company need not disregard a vote cast in favour of the Resolution if it is cast by:</p> <ul style="list-style-type: none"> a person as a proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with the directions given to the proxy or attorney to vote on the Resolution in that way; the Meeting Chair as proxy or attorney for a person who is entitled to vote on the Resolution, in accordance with a direction given to the Meeting Chair on the Resolution as the Meeting Chair decides; or a holder acting solely in a nominee, trustee, custodial or other fiduciary capacity on behalf of a beneficiary provided the following conditions are met: <ul style="list-style-type: none"> the beneficiary provides written confirmation to the holder that the beneficiary is not excluded from voting,
Resolution 3	<p>Pursuant to the Listing Rules, the Company will disregard any votes cast in favour of by or on behalf of a person who participated in the issue or is a counterparty to the agreement being approved, or any of their respective associates.</p> <p>In relation to Resolution 3, this is the Lead Manager (being CPS Capital Group Pty Ltd) or an associate of that person or those persons.</p>	

		<p>and is not an ‘associate’ (as defined in the Listing Rules) of a person excluded from voting, on the Resolution; and</p> <ul style="list-style-type: none"> ○ the holder votes on the Resolution in accordance with directions given by the beneficiary to the holder to vote in that way.
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Explanatory Statement

For further information in relation to the items of business to be considered at the Meeting, please refer to the Explanatory Statement which accompanies this Notice. The Explanatory Statement forms part of this Notice.

Definitions

Unless inconsistent with the context, capitalised terms used in this Notice will have the meanings given to them in the Glossary set out in the Explanatory Statement.

By order of the Company’s Board of Directors.

Chris Achurch
Company Secretary

17 December 2025

Meeting and Voting Information

Voting entitlement The Board has determined that, for the purposes of voting at the Meeting, Shares will be taken to be held by persons who are registered as the holders of Shares at **4.00pm (WST) on Tuesday, 27 January 2026**.

Participation The Meeting will be held in person at **191B Carr Place, Leederville, Perth, Western Australia, at 10.00am (WST) Thursday, 29 January 2026**.

Appointment of Corporate Shareholder representatives A Shareholder that is a corporation may appoint an individual to act as its representative in accordance with section 250D of the Corporations Act. The Shareholder must lodge a satisfactory and duly executed appointment document with the Securities Registry in accordance with the instructions below.

Appointment of attorneys A Shareholder may appoint an attorney to act on the Shareholder's behalf at the Meeting. To do so, the Shareholder must lodge a duly executed power of attorney with the Securities Registry in accordance with the instructions below.

Appointment of proxies A Shareholder entitled to attend and vote at the Meeting is entitled to appoint up to two proxies. A proxy does not need to be a Shareholder.

To appoint a second proxy, a Shareholder must state on each Proxy Form (in the appropriate box) the percentage of voting rights which are the subject of the relevant proxy. If both Proxy Forms do not specify that percentage, each proxy may exercise half the Shareholder's votes. Fractions of votes will be disregarded.

Appointing the Meeting Chair as proxy

Shareholders may appoint the Meeting Chair as their proxy by marking the relevant box on the Proxy Form. Proxy Forms submitted without specifying the name of the proxy or expressly nominating the Meeting Chair as proxy will be deemed an appointment of the Meeting Chair. The Meeting Chair will be deemed proxy for a Shareholder if the proxy named in the Proxy Form does not attend the Meeting.

Directing a proxy how to vote

Shareholders may direct a proxy whether to vote for or against, or to abstain from voting, on a Resolution by marking the relevant box on the Proxy Form. Shareholders may also specify the proportion or number of votes that a proxy may exercise. All votes must be cast in accordance with such directions.

Directed proxies that are not voted on a poll at the Meeting by an appointed proxy will default to the Meeting Chair who will be required to vote proxies as directed on a poll.

Subject any legal restrictions on proxy voting, a proxy may vote on a Resolution at their discretion unless the Proxy Form directs the proxy how to vote on the Resolution.

Voting restrictions that may affect proxy appointment

Voting restrictions under the Corporations Act and/or the Listing Rules apply to certain Resolutions. Please refer to the 'Voting Prohibitions and Exclusion Statements' section above for further details in this regard.

Shareholders intending to appoint the Meeting Chair, a Director or any other member of Key Management Personnel or any of their Closely Related Parties as proxy are encouraged to direct them how to vote on all the Resolutions.

A Shareholder who appoints a proxy but subsequently attends the Meeting may vote on the items of business at the Meeting. Any such vote by the Shareholder will invalidate the votes cast by their proxy.

Lodgement of appointment documents	<p>Duly completed corporate representative appointment documents, powers of attorney and Proxy Forms (together with any power of attorney or other authority under which they are executed, if applicable) must be received by the Securities Registry on or before 10.00am (WST) on Tuesday, 27 January 2026. Documents received after that time will be invalid.</p> <p>Appointment documents are to be lodged as follows:</p> <p><i>by post:</i> GPO Box 5193, Sydney NSW 2001</p> <p><i>in person:</i> Automic, Level 5, 126 Phillip Street, Sydney NSW 2000</p> <p><i>online:</i> use your computer or smartphone to appoint a proxy at https://investor.automic.com.au/#/loginsah</p> <p><i>by mobile:</i> Scan the QR Code on your Proxy Form and follow the prompts</p> <p><i>by email:</i> meetings@automicgroup.com.au</p> <p><i>by fax:</i> +61 2 8583 3040</p>
Proxy voting intention of Meeting Chair	<p>The Meeting Chair intends to vote all undirected proxies FOR each of the Resolutions. In exceptional cases, the Meeting Chair may change their voting intention, in which case the Company will make an announcement to ASX in this regard.</p>
Voting procedure	<p>Voting on each Resolution at the Meeting will be conducted by way of a poll.</p>
Questions by Shareholders	<p>Please submit any questions to the Company by 5.00pm (WST) on Friday, 23 January 2026 in the same manner as outlined above for lodgement of appointment documents.</p>

Explanatory Statement

This Explanatory Statement has been prepared for the information of Shareholders in relation to the business to be conducted at the General Meeting.

The purpose of this Explanatory Statement is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the Resolutions in the accompanying Notice of General Meeting.

This Explanatory Statement should be read in conjunction with the Notice of General Meeting. Capitalised terms in this Explanatory Statement are defined in the Glossary or otherwise in the Explanatory Statement.

1. Resolutions 1 and 2: – Ratification of previous issue of Placement Shares under Listing Rules 7.1 and 7.1A

1.1 Background

On 29 October 2025, the Company announced it received binding commitments from strategic, institutional and sophisticated investors and existing shareholders (**Placement Participants**), to raise approximately \$ 1,500,000 before costs (**Placement**).

On 5 November 2025, the Company issued a total of 33,333,333 fully paid ordinary shares in the Company (**Placement Shares**) at an issue price of \$0.045 per share in a single tranche without Shareholder approval.

The Placement Shares were issued to the Placement Participants as follows:

- (a) 15,333,333 Placement Shares using the Company's existing placement capacity under Listing Rule 7.1 (being the subject of Resolution 1); and
- (b) 18,000,000 Placement Shares using the Company's existing placement capacity under Listing Rule 7.1A (being the subject of Resolution 2).

The issue of the Placement Shares did not breach Listing Rule 7.1 or Listing Rule 7.1A at the date of issue.

1.2 Use of funds

The proceeds will primarily be applied towards:

- (a) Drilling the western extension gold target outside the proposed open pit at the Tumblegum South Gold Project; and
- (b) Completing all approvals for mining commencement at the Tumblegum South Gold Project.

1.3 Resolutions

Under Resolution 1, the Company seeks from Shareholders approval for, and ratification of, the issue of a total of 15,333,333 Placement Shares to Placement Participants so as to restore the capacity of the Company to issue further securities under Listing Rule 7.1 in the next 12 months.

Under Resolution 2, the Company seeks from Shareholders approval for, and ratification of, the issue of a total of 18,000,000 Placement Shares to the Placement Participants so as to restore the capacity of the Company to issue further securities under Listing Rule 7.1A.

1.4 Listing Rule requirements

Broadly speaking, and subject to a number of exceptions, Listing Rule 7.1 limits the amount of equity securities that a listed company can issue without the approval of its shareholders over any 12 month period to 15% of the fully paid ordinary securities it had on issued at the start of that period.

Listing Rule 7.1A provides that, in addition to issues permitted without prior shareholder approval under Listing Rule 7.1, an entity that is eligible and obtains shareholder approval under Listing Rule 7.1A at its annual general meeting may issue or agree to issue during the period the approval is valid an additional number of equity securities which represents 10% of the number of fully paid ordinary securities on issue at the date of the approval, as adjusted in accordance with the formula in Listing Rule 7.1A. Having obtained Shareholder approval at the Company's 2025 annual general meeting on 19 November 2025, the Company has an additional 10% placement capacity under Listing Rule 7.1A.

The issue of the Placement Shares does not fit within any of the exceptions to Listing Rule 7.1 and, as it has not yet been approved by the Company's shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1 and 10% additional limit in Listing Rule 7.1A, reducing the Company's capacity to issue further equity securities without shareholder approval under Listing Rule 7.1 for the 12 month period following the date of issue of the Placement Shares and Listing Rule 7.1A.

Listing Rule 7.4 allows the shareholders of a listed company to approve an issue of securities after it has been made or agreed to be made. If they do, the issue is taken to have been approved under Listing Rule 7.1 and so does not reduce the Company's capacity to issue further equity securities without shareholder approval under that rule. Listing Rule 7.4 also provides that an issue made in accordance with Listing Rule 7.1A can be approved subsequently under Listing Rule 7.4.

The Company wishes to retain as much flexibility as possible to issue additional equity securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1/7.1A.

1.5 Information required by Listing Rule 14.1A

Resolution 1

If Resolution 1 is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without shareholder approval over the 12 month period following the issue date.

If Resolution 1 is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without shareholder approval under that rule.

Resolution 2

If Resolution 2 is passed, the issue will be excluded in calculating the 10% additional limit in Listing Rule 7.1A, effectively increasing the number of Equity Securities it can issue without shareholder approval under that rule.

If Resolution 2 is not passed, the issue will be included in calculating the Company's 10% additional limit in Listing Rule 7.1A, effectively decreasing the number of Equity Securities it can issue without shareholder approval under that rule.

1.6 Specific information required by Listing Rule 7.5

The following information is provided in relation to Resolutions 1 and 2, as required by Listing Rule 7.5:

Information required	Details
Names of persons to whom the Company issued or agreed to issue the securities or the basis upon which those persons were identified or selected	<p>The Placement Shares were issued to strategic, sophisticated and institutional investors and existing shareholders who participated in the Company's equity raising, undertaken via the Placement (being the Placement Participants). The Placement Participants were identified by the lead manager to the Placement, CPS Capital Group Pty Ltd via a bookbuild process.</p> <p>None of the Recipients are a related party of the Company or a Material Investor, except for Bain Global Resources Pty Ltd, who at the date of the Placement and at the date of this Notice, are a substantial holder, holding 9.67%. Bain Global Resources Pty Ltd committed to an investment of 3,233,333 Shares under the Placement, resulting in Bain Global Resources Pty Ltd acquiring more than 1% of the Company's issued capital.</p>
Number and class of securities the Company issued or agreed to issue	<p>Under the Placement, the Company issued 33,333,333 Placement Shares as follows:</p> <p>(a) 15,333,333 Placement Shares under Listing Rule 7.1 (being the subject of Resolution 1); and</p> <p>(b) 18,000,000 Placement Shares under Listing Rule 7.1A (being the subject of Resolution 2).</p> <p>All Placement Shares were fully paid ordinary shares in the Company which rank equally with all other Shares on issue.</p>
Summary of material terms of securities	<p>All Placement Shares are fully paid ordinary shares in the capital of the Company on the same terms and conditions as the Company's existing Shares and rank equally in all respects with the existing Shares.</p> <p>The Company applied to ASX for official quotation of the Placement Shares.</p>
Date(s) on which the Company issued or will issue the securities	<p>The Placement Shares subject to both Resolutions 1 and 2 were issued on 5 November 2025.</p>

Information required	Details
Price or other consideration the Company has received or will receive for the securities	The issue price was \$0.045 per Placement Share, to raise \$1,500,000 before costs.
Purpose of the issue and intended use of any funds raised	The purpose of the issue was to raise up to approximately \$1.5 million. The proceeds will primarily be applied towards the Tumblegum South Gold Project (including Infill and extension drilling and mining approvals). See Section 1.2 above.
Summary of material terms of agreement securities were or will be issued under	The Placement Shares were not issued pursuant to any agreement.
Voting exclusion statement	A voting exclusion statement for Resolutions 1 and 2 are included in the Notice preceding this Explanatory Statement.

1.7 Directors' recommendation

The Board believes that the ratification of the issue of Placement Shares under Resolutions 1 and 2 is beneficial for the Company as it allows the Company to retain the flexibility to issue further securities representing up to 15% of the Company's share capital during the next 12 months without the requirement to obtain prior Shareholder approval and up to 10% annual placement capacity under Listing Rule 7.1A without the requirement to obtain prior Shareholder approval. Accordingly, the Board recommends Shareholders vote in favour of Resolutions 1 and 2.

2. Resolution 3: Ratification of previous issue of Lead Manager Options – Listing Rule 7.1

2.1 Background

The Company engaged CPS Capital Group Pty Ltd (ACN 088 055 636) (ASFL 294848) (**CPS or Lead Manager**) as lead manager to the Placement.

In consideration for the services provided by CPS in connection with the Placement pursuant to a mandate (**Mandate**), CPS (or its nominee/s) received:

- (a) a management fee of 2%;
- (b) a raising fee of 4% on gross funds raised under the Placement; and
- (c) 7,500,000 unlisted options (**Lead Manager Options**) (the Lead Manager Options will have an exercise price of \$0.0675, and an expiry of three years from their date of the issue).

The material terms of the Lead Manager Options are set out in Schedule 1.

The Lead Manager Options were issued on 17 November 2025. The issue of the Lead Manager Options did not breach Listing Rule 7.1 at the date of issue.

2.2 Resolution

Under Resolution 3, the Company seeks from Shareholders approval for, and ratification of, the issue of a total of 7,500,000 Lead Manager Options to CPS so as to restore the capacity of the Company to issue further securities under Listing Rule 7.1 in the next 12 months.

2.3 Listing Rules requirements

Refer to the summary of the relevant Listing Rules in Section 1.4 above.

The issue does not fit within any of the exceptions to Listing Rule 7.1 and, as it has not yet been approved by the Company's shareholders, it effectively uses up part of the 15% limit in Listing Rule 7.1, reducing the Company's capacity to issue further equity securities without shareholder approval under Listing Rule 7.1 for the 12 month period following the date of issue.

The Company wishes to retain as much flexibility as possible to issue additional equity securities into the future without having to obtain shareholder approval for such issues under Listing Rule 7.1.

2.4 Information required by Listing Rule 14.1A

If Resolution 3 is passed, the issue will be excluded in calculating the Company's 15% limit in Listing Rule 7.1, effectively increasing the number of Equity Securities it can issue without shareholder approval under that rule.

If Resolution 3 is not passed, the issue will be included in calculating the Company's 15% limit in Listing Rule 7.1, effectively decreasing the number of Equity Securities it can issue without shareholder approval under that rule.

2.5 Specific information required by Listing Rule 7.5

The following information is provided in relation to Resolution 3, as required by Listing Rule 7.5:

Information required	Details
Names of persons to whom the Company issued or agreed to issue the securities or the basis upon which those persons were identified or selected	The Lead Manager Options were issued to CPS. CPS is not a related party of the Company or a Material Investor.
Number and class of securities the Company issued or agreed to issue	Under Resolution 3, the Company seeks from Shareholders approval for, and ratification of, the issue of 7,500,000 Lead Manager Options
Summary of material terms of securities	The Lead Manager Options were issued on terms and conditions set out in Schedule Schedule 1. The Company has applied to ASX for official quotation of the Lead Manager Options
Date(s) on which the Company issued or will issue the securities	The Lead Manager Options were issued on 17 November 2025.
Price or other consideration the Company has received or will receive for the securities	The issue price of the Lead Manager Options will be \$0.0001 per Lead Manager Option. The Lead Manager Options are being issued in part consideration for services provided to the Company in accordance with the terms of the Mandate. The exercise price for Shares issued on the exercise of the Lead Manager Option will be \$0.0675 per Lead Manager Option.
Purpose of the issue and intended use of any funds raised	The Lead Manager Options are being issued to CPS (or its nominee) for its services under the Mandate at an issue price of \$0.0001 per Lead Manager Option. Accordingly, no material funds will be raised from the issue of the Lead Manager Options.
Summary of material terms of agreement securities were or will be issued under	The Lead Manager Options are being issued pursuant to the terms of the Mandate. A summary of the material terms of the Mandate are set out in Section 2.1.
Voting exclusion statement	A voting exclusion statement for Resolution 3 is included in the Notice preceding this Explanatory Statement.

2.6 Directors' Recommendation

The Board believes that the ratification of the issue of the Lead Manager Options under Resolution 3 is beneficial for the Company as it allows the Company to retain the flexibility to issue further securities representing up to 15% of the Company's share capital during the next 12 months without the requirement to obtain prior Shareholder approval. Accordingly, the Board recommends Shareholders vote in favour of Resolution 3.

Glossary of Terms

In this Explanatory Statement, the following terms have the meaning set out below, unless the context otherwise requires:

ASIC	The Australian Securities and Investments Commission.
Associate	Has the meaning given to that term in sections 10 to 17 of the Corporations Act.
ASX	ASX Limited (ACN 008 624 691) or the financial market known as the Australian Securities Exchange, as the context requires.
Board	The Company's Board of Directors.
Closely Related Parties	Has same meaning given to it in section 9 of the Corporations Act, being, in relation to a member of Key Management Personnel: <ul style="list-style-type: none">(a) a spouse or child of the member;(b) a child of the member's spouse;(c) a dependent of the member or the member's spouse;(d) anyone else who is one of the member's family and may be expected to influence the member, or be influenced by the member, in the member's dealing with the entity;(e) a company the member controls; or(f) a person prescribed by the <i>Corporations Regulations 2001</i> (Cth) (currently none are prescribed).
Company	Star Minerals Limited (ACN 648 048 631).
Company Secretary	The Company Secretary of the Company at the time of the Meeting.
Constitution	The constitution of the Company.
Corporations Act	The <i>Corporations Act 2001</i> (Cth).
Director	A director of the Company.
Equity Security	Has the meaning given to that term in Listing Rule 19.12, being: <ul style="list-style-type: none">(a) a share;(b) a unit;(c) a right to a share or unit or option;(d) an option over an issued or unissued security;(e) a convertible security;(f) any security that ASX decides to classify as an equity security;(g) but not a security that ASX decides to classify as a debt security.
Explanatory Statement	This explanatory statement which accompanies and forms part of the Notice of Meeting.
General Meeting or Meeting	The general meeting of the Company convened by the Notice, including or any adjournment of such meeting.
Glossary	This glossary of terms.
Key Management Personnel	Has the same meaning as the definition of that term in section 9 of the Corporations Act, being those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise).
Lead Manager	CPS Capital Group Pty Ltd (ACN 088 055 636) (ASFL 294848).
Lead Manager Options	Has the meaning given in Section 2.1 of this Notice, the terms and conditions of which are set out in Schedule 1.
Listing Rules	The listing rules of ASX, as amended from time to time.
Mandate	Has the meaning given in Section 2.1, being the agreement between the Company and the Lead Manager in relation to the Placement.

Material Investor	Any of the following: (a) a related party of the Company; (b) a member of the Company's Key Management Personnel; (c) a substantial holder in the Company; (d) an adviser to the Company; or (e) an associate of any of the above, where such person or entity is being issued more than 1% of the Company's current issued capital.
Meeting Chair	The chairperson of the Meeting.
Notice or Notice of General Meeting	The notice of the General Meeting which accompanies this Explanatory Statement.
Option	An option to subscribe for a Share.
Placement	Has the meaning given in Section 1.1 of the Notice.
Placement Participants	Strategic, institutional and sophisticated investors (including existing Shareholders) who participated in the Placement.
Placement Shares	Has the meaning given in Section 1.1 of the Notice.
Proxy Form	The proxy form accompanying the Notice.
Related Body Corporate	Has the same meaning as given to that term in the Corporations Act.
Resolution	A resolution set out in the Notice.
Section	A section of the Notice.
Securities Registry	The Company's securities registry, being Automic Group.
Share	A fully paid ordinary share in the capital of the Company.
Shareholder	A registered holder of a Share.
WST	Australian Western Standard Time, being the time in Perth, Western Australia.

Schedule 1 – Summary of material terms of Lead Manager Options

Item	Details
Entitlement	One Share per Lead Manager Option.
Issue price	\$0.0001 per Lead Manager Option.
Exercise price	\$0.0675 per Lead Manager Option.
Expiry date	3 years from the date of issue (Expiry Date).
Quotation	The Company will not apply to ASX for official quotation of the Options. The Company will apply to ASX for Official Quotation of the Shares issued on exercise of Options
Transfer	The Options are transferable, subject to applicable law.
Expiry and cancellation	Any Option not exercised by the Expiry Date will automatically expire and be cancelled.
Rights of participation	The Option holder is not entitled to participate in any new issue to Shareholders of Securities in the Company unless it has exercised its Options before the record date for determining entitlements to the new issue of Securities and participate as a result of holding Shares.
Bonus issues	If the Company makes a bonus issue of Shares or other Securities to Shareholders (except an issue in lieu of dividends or by way of dividend reinvestment) and a Share has not been issued in respect of the Option before the record date for determining entitlements to the issue, then the number of underlying Shares over which the Option is exercisable will be increased by the number of Shares which the Option holder would have received if the Option holder had exercised the Option before the record date for determining entitlements to the issue.
Reorganisation	If there is a reorganisation (including consolidation, sub-division, reduction or return) of the share capital of the Company, then the rights of the Option holder (including the number of Options to which the Option holder is entitled to and the exercise price) will be changed to the extent necessary to comply with the Listing Rules applying to a reorganisation of capital at the time of the reorganisation.
Governing law	Western Australia

Your proxy voting instruction must be received by **10:00am (AWST) on Tuesday, 27 January 2026**, being **not later than 48 hours** before the commencement of the Meeting. Any Proxy Voting instructions received after that time will not be valid for the scheduled Meeting.

SUBMIT YOUR PROXY

Complete the form overleaf in accordance with the instructions set out below.

YOUR NAME AND ADDRESS

The name and address shown above is as it appears on the Company's share register. If this information is incorrect, and you have an Issuer Sponsored holding, you can update your address through the investor portal: <https://investor.automic.com.au/#/home> Shareholders sponsored by a broker should advise their broker of any changes.

STEP 1 - APPOINT A PROXY

If you wish to appoint someone other than the Chair of the Meeting as your proxy, please write the name of that Individual or body corporate. A proxy need not be a Shareholder of the Company. Otherwise if you leave this box blank, the Chair of the Meeting will be appointed as your proxy by default.

DEFAULT TO THE CHAIR OF THE MEETING

Any directed proxies that are not voted on a poll at the Meeting will default to the Chair of the Meeting, who is required to vote these proxies as directed. Any undirected proxies that default to the Chair of the Meeting will be voted according to the instructions set out in this Proxy Voting Form, including where the Resolutions are connected directly or indirectly with the remuneration of Key Management Personnel.

STEP 2 - VOTES ON ITEMS OF BUSINESS

You may direct your proxy how to vote by marking one of the boxes opposite each item of business. All your shares will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of shares you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on the items of business, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

APPOINTMENT OF SECOND PROXY

You may appoint up to two proxies. If you appoint two proxies, you should complete two separate Proxy Voting Forms and specify the percentage or number each proxy may exercise. If you do not specify a percentage or number, each proxy may exercise half the votes. You must return both Proxy Voting Forms together. If you require an additional Proxy Voting Form, contact Automic Registry Services.

SIGNING INSTRUCTIONS

Individual: Where the holding is in one name, the Shareholder must sign.

Joint holding: Where the holding is in more than one name, all Shareholders should sign.

Power of attorney: If you have not already lodged the power of attorney with the registry, please attach a certified photocopy of the power of attorney to this Proxy Voting Form when you return it.

Companies: To be signed in accordance with your Constitution. Please sign in the appropriate box which indicates the office held by you.

Email Address: Please provide your email address in the space provided.

By providing your email address, you elect to receive all communications despatched by the Company electronically (where legally permissible) such as a Notice of Meeting, Proxy Voting Form and Annual Report via email.

CORPORATE REPRESENTATIVES

If a representative of the corporation is to attend the Meeting the appropriate 'Appointment of Corporate Representative' should be produced prior to admission. A form may be obtained from the Company's share registry online at <https://automicgroup.com.au>.

Lodging your Proxy Voting Form:

Online

Use your computer or smartphone to appoint a proxy at <https://investor.automic.com.au/#/loginsah> or scan the QR code below using your smartphone

Login & Click on 'Meetings'. Use the Holder Number as shown at the top of this Proxy Voting Form.



BY MAIL:

Automic
GPO Box 5193
Sydney NSW 2001

IN PERSON:

Automic
Level 5, 126 Phillip Street
Sydney NSW 2000

BY EMAIL:

meetings@automicgroup.com.au

BY FACSIMILE:

+61 2 8583 3040

All enquiries to Automic:

WEBSITE:

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PHONE:

1300 288 664 (Within Australia)
+61 2 9698 5414 (Overseas)

